

Process.

1937, ch. 504, sec. 103.

109. As used in Sections 109 to 115, both inclusive, of this Article,

(1) the phrase "corporation of this State" shall mean every corporation, association or joint stock company formed or existing under the statute or common law of this State;

(2) the phrase "principal office" shall mean a principal office the location of which is recorded or filed in the office of the State Tax Commission as required or permitted by any provision of this Article; and

(3) the phrase "resident agent" shall mean a resident agent whose name and address in this State are recorded or filed in the office of the State Tax Commission as required or permitted by any provision of this Article.¹

The following annotations were to secs. 103-105 of Art. 23 of 1924 Code relating to process:

Generally.

Construing together secs. 409 to 412 of the Code of 1904, held that where a foreign or domestic corporation ceased to have an agent in this state after contracting a liability to a citizen of Maryland while transacting business here, process might be served against such corporation as to such liability by service upon the president or any director or manager of the corporation found here. *Boggs v. Inter-American Mining Co.*, 105 Md. 385.

An attorney of a corporation is not an "officer," and hence a summons may not be served on him as a member of the first class enumerated in this section. If a director resides in Maryland, service should be made upon him before resorting to those mentioned in the second class. *Wash. & Rock. Rwy. Co. v. Johnson*, 127 Md. 221.

A service on a person as the agent of a corporation not professing to be on him as a director or officer, and when no copy of the process is left with such person, is improper under this section. Process may not be served by reading the writ over the telephone. Irregularities in service of process held not to have been waived by an entry of an appearance or the signing of a return; authority in this regard of director and agent. *Sharpless Separator Co. v. Brillhart*, 129 Md. 89.

Although a corporation was not amenable to process under sec. 410 of the Code of 1904, yet, having voluntarily appeared and the case having been tried on its merits, the court acquired jurisdiction. *Gemundt v. Shipley*, 98 Md. 664; *Fairfax, etc., Co. v. Chambers*, 75 Md. 614.

The return of the sheriff ought to show affirmatively upon what person or persons the process was served. Service on the attorney for a corporation is not sufficient. Waiver of service. Admission of service by attorney. *Northern Central Ry. Co. v. Rider*, 45 Md. 31; *Dugan v. Baltimore*, 70 Md. 7.

This section has no application to municipal corporations. *Phillips v. Baltimore City*, 110 Md. 437.

The word "process," as used in the act of 1832, ch. 306, sec. 5, was sufficiently comprehensive to apply to the service of writs of attachment on a corporation as garnishee. *Boyd v. Chesapeake, etc., Canal Co.*, 17 Md. 210.

Sec. 410 of the Code of 1904, referred to in deciding that a turnpike company might be sued in the county where its road is located, where its operations are carried on and where it exercises its corporate powers, although its principal office is elsewhere. *Baltimore, etc., Co. v. Crowther*, 63 Md. 572.

Act of 1884, ch. 316, only had to do with the service of process. Sec. 410 of the Code of 1904, referred to in deciding that art. 75, sec. 157, was applicable to corporations. *Henderson v. Md. Home Ins. Co.*, 90 Md. 50.

Sec. 410 of the Code of 1904, referred to in construing sec. 411 of said Code—see notes to sec. 119. *Central, etc., R. R. Co. v. Eichberg*, 107 Md. 366; *Crook v. Girard Iron Co.*, 87 Md. 140. *Gottschalk Co. v. Distilling Co.*, 50 Fed. 681.

Sec. 415 of the Code of 1904 referred to in deciding that articles of association of an unincorporated association like the Adams Express Company to which the members give their assent, are binding on them and will be recognized by the courts unless they are against public policy or inequitable; other questions may arise if third parties are interested. *Realty Co. v. Adams Land & Bldg. Co.*, 128 Md. 661.

Sec. 415 of the Code of 1904 plainly recognized not only the existence of a common interest, but also its representation by an organized body; the power to sue presupposes the right to acquire and possess in the same capacity the interests which a suit might protect. A gift *inter vivos* to an unincorporated association, held valid; *contra*, as to

¹ See footnote to sec. 23.